



000706 08/29/2001 W. R. GRACE &amp; CO. &amp; SUBSIDIARIES

GRACE AB (SWEDEN)

65-0773649

Form 5471 (Rev. 1-99)

Page 3

**Schedule E Income, War Profits, and Excess Profits Taxes Paid or Accrued** (See page 4 of instructions.)

(a) Name of country or U.S. possession		Amount of tax		
		(b) In foreign currency	(c) Conversion rate	(d) In U.S. dollars
1	U.S.			
2	SWEDEN	3,698,649.	0.1084596	401,154.
3				
4				
5				
6				
7				
8	Total			401,154.

**Schedule F Balance Sheet**

**Important:** Report all amounts in U.S. dollars prepared and translated in accordance with U.S. GAAP. See instructions for an exception for DASTM corporations.

Assets		(a) Beginning of annual accounting period	(b) End of annual accounting period
1	Cash	3,656,000.	3,890,439.
2a	Trade notes and accounts receivable	33,000.	
b	Less allowance for bad debts	( )	( -1,803,822.)
3	Inventories		
4	Other current assets (attach schedule) SEE STATEMENT 3	236,000.	31,582.
5	Loans to stockholders and other related persons	1,947,000.	
6	Investment in subsidiaries (attach schedule)		
7	Other investments (attach schedule)		0.
8a	Buildings and other depreciable assets	70,000.	68,994.
b	Less accumulated depreciation	( 55,000.)	( 58,469.)
9a	Depletable assets		
b	Less accumulated depletion	( )	( )
10	Land (net of any amortization)		
11	Intangible assets:		
a	Goodwill		
b	Organization costs		
c	Patents, trademarks, and other intangible assets		
d	Less accumulated amortization for lines 11a, b, and c	( )	( )
12	Other assets (attach schedule) SEE STATEMENT 4	9,000.	2,561.
13	Total assets	5,896,000.	5,738,929.
Liabilities and Stockholders' Equity			
14	Accounts payable	39,000.	11,011.
15	Other current liabilities (attach schedule) SEE STATEMENT 5	929,000.	926,471.
16	Loans from stockholders and other related persons		-1,270,588.
17	Other liabilities (attach schedule) SEE STATEMENT 6	25,000.	9,350.
18	Capital stock:		
a	Preferred stock		
b	Common stock	2,123,000.	1,142,648.
19	Paid-in or capital surplus (attach reconciliation)		0.
20	Retained earnings	2,780,000.	4,920,037.
21	Less cost of treasury stock	( )	( )
22	Total liabilities and stockholders' equity	5,896,000.	5,738,929.
Does the foreign corporation have an interest in a partnership or trust?			<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No

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W. R. GRACE &amp; CO. &amp; SUBSIDIARIES

GRACE AB (SWEDEN)

65-0773649

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Page 4

**Schedule H Current Earnings and Profits** (See page 5 of the instructions. Enter the amounts on lines 1 through 5c in functional currency.)

<b>1</b>	Current year net income or (loss) per foreign books of account.	<b>1</b>	16,366,646.
<b>2</b>	Net adjustments made to line 1 to determine current earnings and profits according to U.S. financial and tax accounting standards (see instructions):		
		<b>Net Additions</b>	<b>Net Subtractions</b>
<b>a</b>	Capital gains or losses		
<b>b</b>	Depreciation and amortization		
<b>c</b>	Depletion		
<b>d</b>	Investment or incentive allowance		
<b>e</b>	Charges to statutory reserves		
<b>f</b>	Inventory adjustments		
<b>g</b>	Taxes	1,814,000.	
<b>h</b>	Other (attach schedule)	0.	2.
<b>3</b>	Total net additions	1,814,000.	
<b>4</b>	Total net subtractions		2.
<b>5a</b>	Current earnings and profits (line 1 plus line 3 minus line 4)	<b>5a</b>	18,180,644.
<b>b</b>	DASTM gain or (loss) for foreign corporations that use DASTM (see instructions)	<b>5b</b>	
<b>c</b>	Combine lines 5a and 5b	<b>5c</b>	18,180,644.
<b>d</b>	Current earnings and profits in U.S. dollars (line 5c translated at the exchange rate as defined in section 989(b) and the related regulations)(see instructions)	<b>5d</b>	1,971,691.
	Enter exchange rate used for line 5d ▶		0.1084500

**Schedule I Summary of Shareholder's Income From Foreign Corporation** (See page 5 of the instructions.)

<b>1</b>	Subpart F income (line 40b, Worksheet A in the instructions)	<b>1</b>	
<b>2</b>	Earnings invested in U.S. property (line 17, Worksheet B in the instructions)	<b>2</b>	
<b>3</b>	Previously excluded subpart F income withdrawn from qualified investments (line 6b, Worksheet C in the instructions)	<b>3</b>	
<b>4</b>	Previously excluded export trade income withdrawn from investment in export trade assets (line 7b, Worksheet D in the instructions)	<b>4</b>	
<b>5</b>	Factoring income	<b>5</b>	
<b>6</b>	Total of lines 1 through 5. Enter here and on your income tax return	<b>6</b>	0.
<b>7</b>	Dividends received (translated at spot rate on payment date under section 989(b)(1))	<b>7</b>	
<b>8</b>	Exchange gain or (loss) on a distribution of previously taxed income	<b>8</b>	

- ☐ Was any income of the foreign corporation blocked? Yes ☐ No ☒  
☐ Did any become unblocked during the tax year (see section 964(b))? Yes ☐ No ☒

If the answer to either question is "Yes," attach an explanation.

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**SCHEDULE J  
(Form 5471)**(Rev. January 1999)  
Department of the Treasury  
Internal Revenue Service**Accumulated Earnings and Profits (E&P)  
of Controlled Foreign Corporation**

OMB No. 1545-0704

▶ Attach to Form 5471.

Name of person filing Form 5471

W. R. GRACE &amp; CO. &amp; SUBSIDIARIES

Identifying number

65-0773649

Name of foreign corporation

GRACE AB (SWEDEN)

Important. Enter amounts in functional currency.	(a) Post-1986 Undistributed Earnings (post-86 section 959(c)(3) balance)	(b) Pre-1987 E&P Not Previously Taxed (pre-87 section 959(c)(3) balance)	(c) Previously Taxed E&P (see instructions) (sections 959(c)(1) and (2) balances)			(d) Total Section 964(a) E&P (combine columns (a), (b), and (c))
			(i) Earnings Invested in U.S. Property	(ii) Earnings Invested in Excess Passive Assets	(iii) Subpart F Income	
<b>1</b> Balance at beginning of year						0.
<b>2a</b> Current year E&P	18,180,644.					
<b>b</b> Current year deficit in E&P						
<b>3</b> Total current and accumulated E&P not previously taxed (line 1 plus line 2a, minus line 2b)	18,180,644.					
<b>4</b> Amounts included under section 951(a) or reclassified under sec. 959(c) in current year						
<b>5a</b> Actual distributions or reclassifications of previously taxed E&P						
<b>b</b> Actual distributions of nonpreviously taxed E&P						
<b>6a</b> Balance of previously taxed E&P at end of year (line 1 plus line 4, minus line 5a)			0.	0.	0.	
<b>b</b> Balance of E&P not previously taxed at end of year (line 3 minus line 4, minus line 5b)	18,180,644.	0.				
<b>7</b> Balance at end of year (Enter amount from line 6a or line 6b, whichever is applicable)	18,180,644.	0.	0.	0.	0.	18,180,644.

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Schedule J (Form 5471) (Rev. 1-99)

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**SCHEDULE M  
(Form 5471)**(Rev. January 1999)  
Department of the Treasury  
Internal Revenue Service**Transactions Between Controlled Foreign Corporation and  
Shareholders or Other Related Persons**

OMB No. 1545-0704

▶ Attach to Form 5471.

Name of person filing Form 5471

W. R. GRACE &amp; CO. &amp; SUBSIDIARIES

Identifying number

65-0773649

Name of foreign corporation

GRACE AB (SWEDEN)

**Important:** Complete a separate Schedule M for each controlled foreign corporation. Enter the totals (in U.S. dollars) for each type of transaction that occurred during the annual accounting period between the foreign corporation and the persons listed in columns (b) through (f). Translate all amounts from functional currency to U.S. dollars using the appropriate exchange rate for the tax year of the foreign corporation. See page 9 of the instructions.

Enter the relevant functional currency and the exchange rate used throughout this schedule ▶ .1084500

(a) Transactions of foreign corporation	(b) U.S. person filing this return	(c) Any domestic corporation or partnership controlled by U.S. person filing this return	(d) Any other foreign corporation or partnership controlled by U.S. person filing this return	(e) 10% or more U.S. shareholder of controlled foreign corporation (other than the U.S. person filing this return)	(f) 10% or more U.S. shareholder of any corporation controlling the foreign corporation
<b>1</b> Sales of stock in trade (inventory) . . . . .					
<b>2</b> Sales of property rights (patents, trademarks, etc.) . . . .					
<b>3</b> Compensation received for technical, managerial, engineering, construction, or like services. . . . .	114,530.				
<b>4</b> Commissions received . . . . .			533,258.		
<b>5</b> Rents, royalties, and license fees received. . . . .					
<b>6</b> Dividends received (exclude deemed distributions under subpart F and distributions of previously taxed income). . . . .					
<b>7</b> Interest received . . . . .			58,102.		
<b>8</b> Premiums received for insurance or reinsurance. . . . .					
<b>9</b> Add lines 1 through 8 . . . . .	114,530.	0.	591,360.	0.	0.
<b>10</b> Purchases of stock in trade (inventory) . . . . .					
<b>11</b> Purchases of tangible property other than stock in trade . . . . .					
<b>12</b> Purchases of property rights (patents, trademarks, etc.) . . . .					
<b>13</b> Compensation paid for technical, managerial, engineering, construction, or like services. . . . .					
<b>14</b> Commissions paid. . . . .					
<b>15</b> Rents, royalties, and license fees paid . . . . .					
<b>16</b> Dividends paid . . . . .					
<b>17</b> Interest paid . . . . .					
<b>18</b> Add lines 10 through 17 . . . . .	0.	0.	0.	0.	0.
<b>19</b> Amounts borrowed (enter the maximum loan balance during the year) -- see instructions . . .					
<b>20</b> Amounts loaned (enter the maximum loan balance during the year) -- see instructions . . .			1,272,714.		

For Paperwork Reduction Act Notice, see page 1 of the Instructions for Form 5471.

Schedule M (Form 5471) (Rev. 1-99)

000706 08/29/2001  
W. R. GRACE & CO. & SUBSIDIARIES  
GRACE AB (SWEDEN)

Statement 1  
65-0773649

Tax Year Ended 12/31/2000

Form 5471 Page 2 Schedules

Other Income

Description	Functional Currency	U.S. Dollars
-----	-----	-----
OTHER INCOME	22,187,260	2,406,208
INTER CORP. OTHER INCOME	4,916,638	533,209
	-----	-----
Total	27,103,898	2,939,417
	=====	=====

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W. R. GRACE & CO. & SUBSIDIARIES  
GRACE AB (SWEDEN)

Statement 2  
65-0773649

Tax Year Ended 12/31/2000

Form 5471 Page 2 Schedules

Other Deductions

Description	Functional Currency	U.S. Dollars
PROFESSIONAL, CORPORATION	613,855	66,573
ADVERTISING	14,743	1,599
GENERAL STATIONARY AND SU	117,530	12,746
TELEPHONE COMMUNICATIONS	863,011	93,594
REPAIRS AND MAINTENANCE	1,164	126
INSURANCE	10,476	1,136
SERVICE CHARGES	4,803	521
EXPENSE TRANSFERS	-1,055,963	-114,519
OTHER DEDUCTIONS	742,673	80,543
INTER CORP. - OTHER EXP.	139,193	15,095
Total	1,451,485	157,414

=====

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W. R. GRACE & CO. & SUBSIDIARIES  
GRACE AB (SWEDEN)

Statement 3  
65-0773649

Tax Year Ended 12/31/2000

Form 5471 Page 3 Schedules

Schedule F, line 4 -- Other Current Assets

Detail Description	Beginning	Ending
OTHER PREPAYMENTS AND OTH		31,582
Total	0	31,582



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W. R. GRACE & CO. & SUBSIDIARIES  
GRACE AB (SWEDEN)

Statement 4  
65-0773649

Tax Year Ended 12/31/2000

Form 5471 Page 3 Schedules

Schedule F, line 12 -- Other Assets

Detail Description	Beginning	Ending
-----	-----	-----
DEFERRED CHARGES		2,561
	-----	-----
Total	0	2,561
	=====	=====

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W. R. GRACE & CO. & SUBSIDIARIES  
GRACE AB (SWEDEN)

Statement 5  
65-0773649

Tax Year Ended 12/31/2000

Form 5471 Page 3 Schedules

Schedule F, line 15 -- Other Current Liabilities

Detail Description	Beginning	Ending
-----	-----	-----
ACCEPTANCE PAYABLE		125
INCOME TAXES PAYABLE		552,417
ACCRUED CURRENT LIABILITI		377,379
INTER CORPORATE BAL. WITH		-3,450
	-----	-----
Total	0	926,471
	=====	=====

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W. R. GRACE & CO. & SUBSIDIARIES  
GRACE AB (SWEDEN)

Statement 6  
65-0773649

Tax Year Ended 12/31/2000

Form 5471 Page 3 Schedules

Schedule F, line 17 -- Other Liabilities

Detail Description	Beginning	Ending
-----	-----	-----
RESERVES		21,796
NON CURRENT DEFERRED TAX		-12,446
	-----	-----
Total	0	9,350
	=====	=====

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W. R. GRACE & CO. & SUBSIDIARIES  
GRACE AB (SWEDEN)

Statement 7  
65-0773649

Tax Year Ended 12/31/2000

Form 5471 Page 4 Schedules

Other Net Subtractions (Schedule H, Line 2h)

Description	Amount
-----	-----
Other Net Subtractions	2
	-----
Total	2
	=====

000960 08/29/2001

FILED PURSUANT TO REV. PROC. 92-70 FOR DORMANT FOREIGN CORPORATIONS

Form **5471**  
(Rev. January 1999)

Department of the Treasury  
Internal Revenue Service

**Information Return of U.S. Persons With  
Respect To Certain Foreign Corporations**  
► See separate instructions.

Information furnished for the foreign corporation's annual accounting period (tax year required by section 898) (see instructions) beginning 01/01, 2000, and ending 12/31, 2000

OMB No. 1545-0704

**File in Duplicate**  
(see When and Where To File in the instructions)

Name of person filing this return  
W. R. GRACE & CO. & SUBSIDIARIES

Number, street, & room or suite no. (or P.O. box no. if mail is not delivered to street address)  
5400 BROKEN SOUND BLVD. - SUITE 300

City or town, state, and ZIP code  
BOCA RATON, FL 33487

Filer's tax year beginning 01/01, 2000, and ending 12/31, 2000

**A Identifying number**  
65-0773649

**B Category of filer** (See page 2 of the instructions. Check applicable box(es): (1) ☐ (2) ☐ (3) ☐ (4) ☒ (5) ☒)

**C** Enter the total percentage of voting stock of the foreign corporation you owned at the end of its annual accounting period 100%

**D** Person(s) on whose behalf this information return is filed:

(1) Name	(2) Address	(3) Identifying number	(4) Check applicable box(es)		
			Shareholder	Officer	Director

**Important:** Fill in all applicable lines and schedules. All information **MUST** be in the English language. All amounts **MUST** be stated in U.S. dollars unless otherwise indicated.

Enter the foreign corporation's functional currency ► Swedish Krona

<b>1a</b> Name and address of foreign corporation GRACE SWEDEN AB P. O BOX 622 S-251 06 HELSINGBORG, SWEDEN		<b>b</b> Employer identification number, if any	
<b>d</b> Date of incorporation 03/21/58		<b>c</b> Country under whose laws incorp. SWEDEN	
<b>e</b> Principal place of business	<b>f</b> Principal business activity code number (NEW)	<b>g</b> Principal business activity	

**2** Provide the following information for the foreign corporation's accounting period stated above.

<b>a</b> Name, address, and identifying number of branch office or agent (if any) in the United States	<b>b</b> If a U.S. income tax return was filed, please show:	
	(i) Taxable income or (loss)	(ii) U.S. income tax paid (after all credits)
<b>c</b> Name and address of foreign corporation's statutory or resident agent in country of incorporation	<b>d</b> Name and address (including corporate department, if applicable) of person (or persons) with custody of books & records of the foreign corporation, and the location of such books and records, if different	

**Schedule A** Stock of the Foreign Corporation**Part I — ALL Classes of Stock**

(a) Description of each class of stock	(b) Number of shares issued and outstanding	
	(i) Beginning of annual accounting period	(ii) End of annual accounting period

**Part II — Additional Information for PREFERRED Stock**(To be completed **only** by Category (1) filers for foreign personal holding companies.)

(a) Description of each class of PREFERRED stock (Note: This description should match the corresponding description entered in Part I, column (a).)	(b) Par value in functional currency	(c) Rate of dividend	(d) Indicate whether stock is cumulative or noncumulative

For Paperwork Reduction Act Notice, see page 1 of the separate instructions.

Form **5471** (Rev. 1-99)

CAA 9 54711 NTF 20510

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000786 08/29/2001

Form **5471**

(Rev. January 1999)

Department of the Treasury  
Internal Revenue Service**Information Return of U.S. Persons With  
Respect To Certain Foreign Corporations**

▶ See separate instructions.

Information furnished for the foreign corporation's annual accounting period (tax year required by  
section 898) (see instructions) beginning 01/01, 2000, and ending 12/31, 2000

OMB No. 1545-0704

**File in Duplicate**(see **When and  
Where To File** in the  
instructions)

Name of person filing this return

W. R. GRACE &amp; CO. &amp; SUBSIDIARIES

**A Identifying number**

65-0773649

Number, street, &amp; room or suite no. (or P.O. box no. if mail is not delivered to street address)

5400 BROKEN SOUND BLVD. - SUITE 300

**B Category of filer** (See page 2 of the instructions. Check applicable  
box(es)): (1) ☐ (2) ☐ (3) ☐ (4) ☒ (5) ☒

City or town, state, and ZIP code

BOCA RATON, FL 33487

**C** Enter the total percentage of voting stock of the foreign corporation  
you owned at the end of its annual accounting period 100%

Filer's tax year beginning 01/01, 2000, and ending 12/31, 2000

**D** Person(s) on whose behalf this information return is filed:

(1) Name	(2) Address	(3) Identifying number	(4) Check applicable box(es)		
			Shareholder	Officer	Director

**Important:** Fill in all applicable lines and schedules. All information **MUST** be in the English language. All amounts **MUST** be stated in U.S. dollars unless otherwise indicated.

Enter the foreign corporation's functional currency ▶ New Taiwan Dollar

**1a** Name and address of foreign corporation

W. R. GRACE TAIWAN, INC.

NO 38, PEI-YUAN ROAD

CHUNG-LI, TAIYUAN, TAIWAN R.O.C.

**b** Employer identification number, if any**c** Country under whose laws incorp.  
TAIWAN**d** Date of incorporation

09/15/86

**e** Principal place of business

REPUBLIC OF CHINA

**f** Principal business activity  
code number (NEW)

325900

**g** Principal business activity  
OTHER CHEMICAL  
PRODUCT MFG**2** Provide the following information for the foreign corporation's accounting period stated above.**a** Name, address, and identifying number of branch office or agent  
(if any) in the United States

NONE

**b** If a U.S. income tax return was filed, please show:

(i) Taxable income or (loss)

(ii) U.S. income tax paid  
(after all credits)**c** Name and address of foreign corporation's statutory or resident  
agent in country of incorporation**d** Name and address (including corporate department, if applicable) of  
person (or persons) with custody of books & records of the foreign  
corporation, and the location of such books and records, if different  
M. LIANG**Schedule A Stock of the Foreign Corporation****Part I — ALL Classes of Stock**

(a) Description of each class of stock	(b) Number of shares issued and outstanding	
	(i) Beginning of annual accounting period	(ii) End of annual accounting period
COMMON	23,000	23,000

**Part II — Additional Information for PREFERRED Stock**(To be completed **only** by Category (1) filers for foreign personal holding companies.)

(a) Description of each class of PREFERRED stock (Note: This description should match the corresponding description entered in Part I, column (a).)	(b) Par value in functional currency	(c) Rate of dividend	(d) Indicate whether stock is cumulative or noncumulative

For Paperwork Reduction Act Notice, see page 1 of the separate instructions.

Form **5471** (Rev. 1-99)

CAA 9 54711 NTF 20510

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<b>Schedule B</b>	<b>U.S. Shareholders of Foreign Corporation</b> (See page 4 of the instructions.)
-------------------	-----------------------------------------------------------------------------------

(a) Name, address, and identifying number of shareholder	(b) Description of each class of stock held by shareholder (Note: This description should match the corresponding description entered in Schedule A, Part I, column (a).)	(c) Number of shares held at beginning of annual accounting period	(d) Number of shares held at end of annual accounting period	(e) Pro rata share of subpart F income (enter as a percentage)
*W.R. GRACE & CO-CONN 7500 GRACE DRIVE COLUMBIA, MD 21044 13-5114230	COMMON	23,000	23,000	
*A WHOLLY OWNED DOMESTIC SUBSIDIARY OF W.R. GRACE & CO.				

**Schedule C** **Income Statement** (See page 4 of the instructions.)

**Important:** Report all information in functional currency in accordance with U.S. GAAP. Also, report each amount in U.S. dollars translated from functional currency (using GAAP translation rules). However, if the functional currency is the U.S. dollar, complete only the U.S. Dollars column. See instructions for special rules for DASTM corporations.

		Functional Currency	U.S. Dollars
Income	<b>1a</b> Gross receipts or sales . . . . .	<b>1a</b> 131,783,644.	4,217,077.
	<b>b</b> Returns and allowances . . . . .	<b>1b</b> 2,084,754.	66,712.
	<b>c</b> Subtract line 1b from line 1a . . . . .	<b>1c</b> 129,698,890.	4,150,365.
	<b>2</b> Cost of goods sold . . . . .	<b>2</b> 84,576,032.	2,706,433.
	<b>3</b> Gross profit (subtract line 2 from line 1c) . . . . .	<b>3</b> 45,122,858.	1,443,932.
	<b>4</b> Dividends . . . . .	<b>4</b>	
	<b>5</b> Interest . . . . .	<b>5</b> -5,270,491.	-168,656.
	<b>6</b> Gross rents, royalties, and license fees . . . . .	<b>6</b>	
	<b>7</b> Net gain or (loss) on sale of capital assets . . . . .	<b>7</b>	
<b>8</b> Other income (attach schedule) . . . . . SEE. STATEMENT. 1 . . . . .	<b>8</b> -1,370,235.	-43,848.	
<b>9</b> Total income (add lines 3 through 8) . . . . .	<b>9</b> 38,482,132.	1,231,428.	
Deductions	<b>10</b> Compensation not deducted elsewhere . . . . .	<b>10</b> 20,266,213.	648,519.
	<b>11</b> Rents, royalties, and license fees . . . . .	<b>11</b> 9,738,784.	311,642.
	<b>12</b> Interest . . . . .	<b>12</b> 205.	7.
	<b>13</b> Depreciation not deducted elsewhere . . . . .	<b>13</b> 2,183,390.	69,868.
	<b>14</b> Depletion . . . . .	<b>14</b>	
	<b>15</b> Taxes (exclude provision for income, war profits, and excess profits taxes) . . . . .	<b>15</b> 35,261.	1,128.
	<b>16</b> Other deductions (attach schedule -- exclude provision for income, war profits, and excess profits taxes) . . . . . SEE. STATEMENT. 2 . . . . .	<b>16</b> 14,741,909.	471,742.
	<b>17</b> Total deductions (add lines 10 through 16) . . . . .	<b>17</b> 46,965,762.	1,502,906.
Net Income	<b>18</b> Net income or (loss) before extraordinary items, prior period adjustments, and the provision for income, war profits, and excess profits taxes (subtract line 17 from line 9) . . . . .	<b>18</b> -8,483,630.	-271,478.
	<b>19</b> Extraordinary items and prior period adjustments (see instructions) . . . . .	<b>19</b>	
	<b>20</b> Provision for income, war profits, and excess profits taxes (see instructions) . . . . .	<b>20</b>	
	<b>21</b> Current year net income or (loss) per books (line 18 plus line 19 minus line 20) . . . . .	<b>21</b> -8,483,630.	-271,478.

000786 08/29/2001W. R. GRACE &amp; CO. &amp; SUBSIDIARIES

W. R. GRACE TAIWAN, INC.

65-0773649

Form 5471 (Rev. 1-99)

Page 3

**Schedule E Income, War Profits, and Excess Profits Taxes Paid or Accrued** (See page 4 of instructions.)

(a) Name of country or U.S. possession	Amount of tax		
	(b) In foreign currency	(c) Conversion rate	(d) In U.S. dollars
<b>1</b> U.S.			
<b>2</b> TAIWAN			0.
<b>3</b>			
<b>4</b>			
<b>5</b>			
<b>6</b>			
<b>7</b>			
<b>8</b> Total			0.

**Schedule F Balance Sheet**

**Important:** Report all amounts in U.S. dollars prepared and translated in accordance with U.S. GAAP. See instructions for an exception for DASTM corporations.

Assets		(a) Beginning of annual accounting period	(b) End of annual accounting period
<b>1</b> Cash		57,177.	136,617.
<b>2a</b> Trade notes and accounts receivable		1,295,724.	1,224,171.
<b>b</b> Less allowance for bad debts		( 12,252.)	( 8,098.)
<b>3</b> Inventories		447,097.	352,801.
<b>4</b> Other current assets (attach schedule)	SEE STATEMENT 3	17,674.	14,569.
<b>5</b> Loans to stockholders and other related persons			
<b>6</b> Investment in subsidiaries (attach schedule)			
<b>7</b> Other investments (attach schedule)	SEE STATEMENT 4	72,834.	69,831.
<b>8a</b> Buildings and other depreciable assets		1,173,892.	1,044,444.
<b>b</b> Less accumulated depreciation		( 394,532.)	( 346,766.)
<b>9a</b> Depletable assets			
<b>b</b> Less accumulated depletion		( )	( )
<b>10</b> Land (net of any amortization)			
<b>11</b> Intangible assets:			
<b>a</b> Goodwill			
<b>b</b> Organization costs			
<b>c</b> Patents, trademarks, and other intangible assets			
<b>d</b> Less accumulated amortization for lines 11a, b, and c		( )	( )
<b>12</b> Other assets (attach schedule)	SEE STATEMENT 5	9,996.	9,855.
<b>13</b> Total assets		2,667,610.	2,497,424.
Liabilities and Stockholders' Equity			
<b>14</b> Accounts payable		177,299.	74,211.
<b>15</b> Other current liabilities (attach schedule)	SEE STATEMENT 6	221,185.	628,304.
<b>16</b> Loans from stockholders and other related persons		2,350,046.	2,127,640.
<b>17</b> Other liabilities (attach schedule)		0.	0.
<b>18</b> Capital stock:			
<b>a</b> Preferred stock			
<b>b</b> Common stock		731,331.	693,910.
<b>19</b> Paid-in or capital surplus (attach reconciliation)		13.	12.
<b>20</b> Retained earnings		-812,264.	-1,026,653.
<b>21</b> Less cost of treasury stock		( )	( )
<b>22</b> Total liabilities and stockholders' equity		2,667,610.	2,497,424.
Does the foreign corporation have an interest in a partnership or trust?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No

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W. R. GRACE TAIWAN, INC.

65-0773649

Form 5471 (Rev. 1-99)

Page 4

**Schedule H Current Earnings and Profits** (See page 5 of the instructions. Enter the amounts on lines 1 through 5c in functional currency.)

<b>1</b>	Current year net income or (loss) per foreign books of account. ....	<b>1</b>	-8,483,630.
<b>2</b>	Net adjustments made to line 1 to determine current earnings and profits according to U.S. financial and tax accounting standards (see instructions):		
		<b>Net Additions</b>	<b>Net Subtractions</b>
<b>a</b>	Capital gains or losses .....		
<b>b</b>	Depreciation and amortization .....		
<b>c</b>	Depletion .....		
<b>d</b>	Investment or incentive allowance .....		
<b>e</b>	Charges to statutory reserves .....		
<b>f</b>	Inventory adjustments .....		
<b>g</b>	Taxes .....		
<b>h</b>	Other (attach schedule) .....	0.	2.
<b>3</b>	Total net additions .....	0.	
<b>4</b>	Total net subtractions .....		2.
<b>5a</b>	Current earnings and profits (line 1 plus line 3 minus line 4) .....	<b>5a</b>	-8,483,632.
<b>b</b>	DASTM gain or (loss) for foreign corporations that use DASTM (see instructions) .....	<b>5b</b>	
<b>c</b>	Combine lines 5a and 5b .....	<b>5c</b>	-8,483,632.
<b>d</b>	Current earnings and profits in U.S. dollars (line 5c translated at the exchange rate as defined in section 989(b) and the related regulations)(see instructions) .....	<b>5d</b>	-271,476.
Enter exchange rate used for line 5d ►		0.0320000	

**Schedule Summary of Shareholder's Income From Foreign Corporation** (See page 5 of the instructions.)

<b>1</b>	Subpart F income (line 40b, Worksheet A in the instructions) .....	<b>1</b>	
<b>2</b>	Earnings invested in U.S. property (line 17, Worksheet B in the instructions) .....	<b>2</b>	
<b>3</b>	Previously excluded subpart F income withdrawn from qualified investments (line 6b, Worksheet C in the instructions) .....	<b>3</b>	
<b>4</b>	Previously excluded export trade income withdrawn from investment in export trade assets (line 7b, Worksheet D in the instructions) .....	<b>4</b>	
<b>5</b>	Factoring income .....	<b>5</b>	
<b>6</b>	Total of lines 1 through 5. Enter here and on your income tax return .....	<b>6</b>	0.
<b>7</b>	Dividends received (translated at spot rate on payment date under section 989(b)(1)) .....	<b>7</b>	
<b>8</b>	Exchange gain or (loss) on a distribution of previously taxed income. ....	<b>8</b>	

- Was any income of the foreign corporation blocked? ..... Yes ☐ No ☒
- Did any become unblocked during the tax year (see section 964(b))? ..... Yes ☐ No ☒

If the answer to either question is "Yes," attach an explanation.

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**SCHEDULE J  
(Form 5471)**(Rev. January 1999)  
Department of the Treasury  
Internal Revenue Service**Accumulated Earnings and Profits (E&P)  
of Controlled Foreign Corporation**

OMB No. 1545-0704

▶ Attach to Form 5471.

Name of person filing Form 5471

W. R. GRACE &amp; CO. &amp; SUBSIDIARIES

Identifying number

65-0773649

Name of foreign corporation

W. R. GRACE TAIWAN, INC.

Important. Enter amounts in functional currency.	(a) Post-1986 Undistributed Earnings (post-86 section 959(c)(3) balance)	(b) Pre-1987 E&P Not Previously Taxed (pre-87 section 959(c)(3) balance)	(c) Previously Taxed E&P (see instructions) (sections 959(c)(1) and (2) balances)			(d) Total Section 964(a) E&P (combine columns (a), (b), and (c))
			(i) Earnings Invested in U.S. Property	(ii) Earnings Invested in Excess Passive Assets	(iii) Subpart F Income	
<b>1</b> Balance at beginning of year	-35,570,412.	-2,106,545.				-37,676,957.
<b>2a</b> Current year E&P						
<b>b</b> Current year deficit in E&P	8,483,632.					
<b>3</b> Total current and accumulated E&P not previously taxed (line 1 plus line 2a, minus line 2b)	-44,054,044.	-2,106,545.				
<b>4</b> Amounts included under section 951(a) or reclassified under sec. 959(c) in current year						
<b>5a</b> Actual distributions or reclassifications of previously taxed E&P						
<b>b</b> Actual distributions of nonpreviously taxed E&P						
<b>6a</b> Balance of previously taxed E&P at end of year (line 1 plus line 4, minus line 5a)			0.	0.	0.	
<b>b</b> Balance of E&P not previously taxed at end of year (line 3 minus line 4, minus line 5b)	-44,054,044.	-2,106,545.				
<b>7</b> Balance at end of year (Enter amount from line 6a or line 6b, whichever is applicable)	-44,054,044.	-2,106,545.	0.	0.	0.	-46,160,589.

For Paperwork Reduction Act Notice, see page 1 of the separate Instructions for Form 5471.

Schedule J (Form 5471) (Rev. 1-99)

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**SCHEDULE M**  
**(Form 5471)**  
 (Rev. January 1999)  
 Department of the Treasury  
 Internal Revenue Service

**Transactions Between Controlled Foreign Corporation and  
 Shareholders or Other Related Persons**

OMB No. 1545-0704

▶ Attach to Form 5471.

Name of person filing Form 5471

W. R. GRACE &amp; CO. &amp; SUBSIDIARIES

Identifying number

65-0773649

Name of foreign corporation

W. R. GRACE TAIWAN, INC.

**Important:** Complete a separate Schedule M for each controlled foreign corporation. Enter the totals (in U.S. dollars) for each type of transaction that occurred during the annual accounting period between the foreign corporation and the persons listed in columns (b) through (f). Translate all amounts from functional currency to U.S. dollars using the appropriate exchange rate for the tax year of the foreign corporation. See page 9 of the instructions.

Enter the relevant functional currency and the exchange rate used throughout this schedule ▶ New Taiwan Dollar 0.0320000

(a) Transactions of foreign corporation	(b) U.S. person filing this return	(c) Any domestic corporation or partnership controlled by U.S. person filing this return	(d) Any other foreign corporation or partnership controlled by U.S. person filing this return	(e) 10% or more U.S. shareholder of controlled foreign corporation (other than the U.S. person filing this return)	(f) 10% or more U.S. shareholder of any corporation controlling the foreign corporation
<b>1</b> Sales of stock in trade (inventory) . . . . .	2,725.		4,212.		
<b>2</b> Sales of property rights (patents, trademarks, etc.) . . . .					
<b>3</b> Compensation received for technical, managerial, engineering, construction, or like services . . . . .					
<b>4</b> Commissions received . . . . .					
<b>5</b> Rents, royalties, and license fees received . . . . .					
<b>6</b> Dividends received (exclude deemed distributions under subpart F and distributions of previously taxed income) . . . . .					
<b>7</b> Interest received . . . . .					
<b>8</b> Premiums received for insurance or reinsurance . . . . .					
<b>9</b> Add lines 1 through 8 . . . . .	2,725.	0.	4,212.	0.	0.
<b>10</b> Purchases of stock in trade (inventory) . . . . .	162,534.				
<b>11</b> Purchases of tangible property other than stock in trade . . . . .					
<b>12</b> Purchases of property rights (patents, trademarks, etc.) . . . .					
<b>13</b> Compensation paid for technical, managerial, engineering, construction, or like services . . . . .			193,055.		
<b>14</b> Commissions paid . . . . .					
<b>15</b> Rents, royalties, and license fees paid . . . . .	47,377.				
<b>16</b> Dividends paid . . . . .					
<b>17</b> Interest paid . . . . .	173,088.				
<b>18</b> Add lines 10 through 17 . . . . .	382,999.	0.	193,055.	0.	0.
<b>19</b> Amounts borrowed (enter the maximum loan balance during the year) -- see instructions . . .					
<b>20</b> Amounts loaned (enter the maximum loan balance during the year) -- see instructions . . .					

For Paperwork Reduction Act Notice, see page 1 of the Instructions for Form 5471.

Schedule M (Form 5471) (Rev. 1-99)

CAA 9 5471M1 NTF 20515A

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W. R. GRACE & CO. & SUBSIDIARIES  
W. R. GRACE TAIWAN, INC.

Statement 1  
65-0773649

Tax Year Ended 12/31/2000

Form 5471 Page 2 Schedules

Other Income

Description	Functional Currency	U.S. Dollars
-----	-----	-----
OTHER INCOME	-1,370,235	-43,848
	-----	-----
Total	-1,370,235	-43,848
	=====	=====

000786 08/29/2001  
W. R. GRACE & CO. & SUBSIDIARIES  
W. R. GRACE TAIWAN, INC.

Statement 2  
65-0773649

Tax Year Ended 12/31/2000

Form 5471 Page 2 Schedules

Other Deductions

Description	Functional Currency	U.S. Dollars
PROFESSIONAL, CORPORATION	1,354,111	43,332
ADVERTISING	334,072	10,690
GENERAL STATIONARY AND SU	551,902	17,661
TELEPHONE COMMUNICATIONS	5,493,659	175,797
OPERATING COSTS	219,127	7,012
UTILITIES	422,278	13,513
REPAIRS AND MAINTENANCE	159,240	5,096
INSURANCE	715,961	22,911
SERVICE CHARGES	1,330,463	42,575
OTHER DEDUCTIONS	133,104	4,259
INTER CORP. - OTHER EXP.	4,027,992	128,896
Total	14,741,909	471,742

000786 08/29/2001  
W. R. GRACE & CO. & SUBSIDIARIES  
W. R. GRACE TAIWAN, INC.

Statement 3  
65-0773649

Tax Year Ended 12/31/2000

Form 5471 Page 3 Schedules

Schedule F, line 4 -- Other Current Assets

Detail Description	Beginning	Ending
OTHER PREPAYMENTS AND OTH	12,039	9,223
CURRENT DEFERRED TAXES	5,635	5,346
Total	17,674	14,569

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W. R. GRACE & CO. & SUBSIDIARIES  
W. R. GRACE TAIWAN, INC.

Statement 4  
65-0773649

Tax Year Ended 12/31/2000

Form 5471 Page 3 Schedules

Schedule F, line 7 -- Other Investments

Detail Description	Beginning	Ending
MISCELLANEOUS INVESTMENTS	72,834	69,831
Total	72,834	69,831

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W. R. GRACE & CO. & SUBSIDIARIES  
W. R. GRACE TAIWAN, INC.

Statement 5  
65-0773649

Tax Year Ended 12/31/2000

Form 5471 Page 3 Schedules

Schedule F, line 12 -- Other Assets

Detail Description	Beginning	Ending
-----	-----	-----
DEFERRED CHARGES	9,996	9,855
	-----	-----
Total	9,996	9,855
	=====	=====



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W. R. GRACE & CO. & SUBSIDIARIES  
W. R. GRACE TAIWAN, INC.

Statement 6  
65-0773649

Tax Year Ended 12/31/2000

Form 5471 Page 3 Schedules

Schedule F, line 15 -- Other Current Liabilities

Detail Description	Beginning	Ending
-----	-----	-----
ACCEPTANCE PAYABLE	221,531	114,414
ACCRUED CURRENT LIABILITI	60,332	89,976
INDEMNITIES, PENSIONS AND	-304,811	-327,213
INTER CORPORATE BAL. WITH	244,133	751,127
-----	-----	-----
Total	221,185	628,304
	=====	=====

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W. R. GRACE & CO. & SUBSIDIARIES  
W. R. GRACE TAIWAN, INC.

Statement 7  
65-0773649

Tax Year Ended 12/31/2000

Form 5471 Page 4 Schedules

Other Net Subtractions (Schedule H, Line 2h)

Description	Amount
-----	-----
Other Net Subtractions	2
	-----
Total	2
	=====

000763 08/29/2001

Form **5471**

(Rev. January 1999)

Department of the Treasury  
Internal Revenue Service**Information Return of U.S. Persons With  
Respect To Certain Foreign Corporations**

► See separate instructions.

Information furnished for the foreign corporation's annual accounting period (tax year required by  
section 898) (see instructions) beginning 01/01, 2000, and ending 12/31, 2000

OMB No. 1545-0704

**File In Duplicate**(see **When and  
Where To File** in the  
instructions)

Name of person filing this return

W. R. GRACE &amp; CO. &amp; SUBSIDIARIES

**A Identifying number**

65-0773649

Number, street, &amp; room or suite no. (or P.O. box no. if mail is not delivered to street address)

5400 BROKEN SOUND BLVD. - SUITE 300

**B Category of filer** (See page 2 of the instructions. Check applicable  
box(es)). (1) ☐ (2) ☐ (3) ☐ (4) ☒ (5) ☒

City or town, state, and ZIP code

BOCA RATON, FL 33487

**C** Enter the total percentage of voting stock of the foreign corporation

you owned at the end of its annual accounting period 100%

Filer's tax year beginning 01/01, 2000, and ending 12/31, 2000

**D** Person(s) on whose behalf this information return is filed:

(1) Name	(2) Address	(3) Identifying number	(4) Check applicable box(es)		
			Shareholder	Officer	Director

**Important:** Fill in all applicable lines and schedules. All information **MUST** be in the English language. All amounts **MUST** be stated in U.S. dollars unless otherwise indicated.

Enter the foreign corporation's functional currency ► Thailand Baht

**1a** Name and address of foreign corporation

W.R.GRACE THAILAND LTD.

253/2 BANGPOO INDUSTRIAL ESTATE, SUKHUMVIT RD

KM 34, MUANG SUMATPRAKERN 10280, THAILAND

**b** Employer identification number, if any**c** Country under whose laws incorp.

THAILAND

**d** Date of incorporation

7/25/79

**e** Principal place of business

THAILAND

**f** Principal business activity  
code number (NEW)

325900

**g** Principal business activity  
OTHER CHEMICAL  
PRODUCT MFG**2** Provide the following information for the foreign corporation's accounting period stated above.**a** Name, address, and identifying number of branch office or agent  
(if any) in the United States

NONE

**b** If a U.S. income tax return was filed, please show:

(i) Taxable income or (loss)

(ii) U.S. income tax paid  
(after all credits)**c** Name and address of foreign corporation's statutory or resident  
agent in country of incorporation**d** Name and address (including corporate department, if applicable) of  
person (or persons) with custody of books & records of the foreign  
corporation, and the location of such books and records, if different

R INTARATHACHANG

**Schedule A Stock of the Foreign Corporation****Part I — ALL Classes of Stock**

(a) Description of each class of stock	(b) Number of shares issued and outstanding	
	(i) Beginning of annual accounting period	(ii) End of annual accounting period
COMMON	61,000	61,000

**Part II — Additional Information for PREFERRED Stock**(To be completed **only** by Category (1) filers for foreign personal holding companies.)

(a) Description of each class of PREFERRED stock (Note: This description should match the corresponding description entered in Part I, column (a).)	(b) Par value in functional currency	(c) Rate of dividend	(d) Indicate whether stock is cumulative or noncumulative

For Paperwork Reduction Act Notice, see page 1 of the separate instructions.

Form **5471** (Rev. 1-99)

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Form 5471 (Rev. 1-99)

<b>Schedule B</b>	<b>U.S. Shareholders of Foreign Corporation</b> (See page 4 of the instructions.)
-------------------	-----------------------------------------------------------------------------------

(a) Name, address, and identifying number of shareholder	(b) Description of each class of stock held by shareholder (Note: This description should match the corresponding description entered in Schedule A, Part I, column (a).)	(c) Number of shares held at beginning of annual accounting period	(d) Number of shares held at end of annual accounting period	(e) Pro rata share of subpart F income (enter as a percentage)
*W.R. GRACE & CO-CONN 7500 GRACE DRIVE COLUMBIA, MD 21044 13-5114230	COMMON	61,000	61,000	
*A WHOLLY OWNED DOMESTIC SUBSIDIARY OF W.R. GRACE & CO.				

**Schedule C** **Income Statement** (See page 4 of the instructions.)

**Important:** Report all information in functional currency in accordance with U.S. GAAP. Also, report each amount in U.S. dollars translated from functional currency (using GAAP translation rules). However, if the functional currency is the U.S. dollar, complete only the U.S. Dollars column. See instructions for special rules for DASTM corporations.

		Functional Currency	U.S. Dollars
Income	<b>1a</b> Gross receipts or sales . . . . .	<b>1a</b> 501,702,570.	12,457,275.
	<b>b</b> Returns and allowances . . . . .	<b>1b</b> 27,502,665.	682,891.
	<b>c</b> Subtract line 1b from line 1a . . . . .	<b>1c</b> 474,199,905.	11,774,384.
	<b>2</b> Cost of goods sold . . . . .	<b>2</b> 340,339,179.	8,450,622.
	<b>3</b> Gross profit (subtract line 2 from line 1c). . . . .	<b>3</b> 133,860,726.	3,323,762.
	<b>4</b> Dividends . . . . .	<b>4</b>	
	<b>5</b> Interest . . . . .	<b>5</b> -4,897,846.	-121,614.
	<b>6</b> Gross rents, royalties, and license fees . . . . .	<b>6</b>	
	<b>7</b> Net gain or (loss) on sale of capital assets . . . . .	<b>7</b>	
<b>8</b> Other income (attach schedule) . . . . . SEE. STATEMENT. 1 . . . . .	<b>8</b> -9,881,629.	-245,361.	
<b>9</b> Total income (add lines 3 through 8). . . . .	<b>9</b> 119,081,251.	2,956,787.	
Deductions	<b>10</b> Compensation not deducted elsewhere . . . . .	<b>10</b> 44,886,402.	1,114,529.
	<b>11</b> Rents, royalties, and license fees . . . . .	<b>11</b> 48,139,360.	1,195,300.
	<b>12</b> Interest . . . . .	<b>12</b> 2,015,099.	50,035.
	<b>13</b> Depreciation not deducted elsewhere . . . . .	<b>13</b> 8,903,266.	221,068.
	<b>14</b> Depletion . . . . .	<b>14</b>	
	<b>15</b> Taxes (exclude provision for income, war profits, and excess profits taxes) . . . . .	<b>15</b> 96,376.	2,393.
	<b>16</b> Other deductions (attach schedule -- exclude provision for income, war profits, and excess profits taxes) . . . . . SEE. STATEMENT. 2 . . . . .	<b>16</b> 45,811,853.	1,137,508.
	<b>17</b> Total deductions (add lines 10 through 16). . . . .	<b>17</b> 149,852,356.	3,720,833.
Net Income	<b>18</b> Net income or (loss) before extraordinary items, prior period adjustments, and the provision for income, war profits, and excess profits taxes (subtract line 17 from line 9) . . . . .	<b>18</b> -30,771,105.	-764,046.
	<b>19</b> Extraordinary items and prior period adjustments (see instructions) . . . . .	<b>19</b>	
	<b>20</b> Provision for income, war profits, and excess profits taxes (see instructions) . . . . .	<b>20</b> 2,572,797.	63,882.
	<b>21</b> Current year net income or (loss) per books (line 18 plus line 19 minus line 20) . . . . .	<b>21</b> -33,343,902.	-827,928.

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W.R.GRACE THAILAND LTD.

65-0773649

Form 5471 (Rev. 1-99)

Page 3

**Schedule E Income, War Profits, and Excess Profits Taxes Paid or Accrued** (See page 4 of instructions.)

(a) Name of country or U.S. possession	Amount of tax		
	(b) In foreign currency	(c) Conversion rate	(d) In U.S. dollars
1 U.S.			
2 THAILAND	2,153,861.	0248300	53,480.
3			
4			
5			
6			
7			
8 Total			53,480.

**Schedule F Balance Sheet**

**Important:** Report all amounts in U.S. dollars prepared and translated in accordance with U.S. GAAP. See instructions for an exception for DASTM corporations.

Assets		(a) Beginning of annual accounting period	(b) End of annual accounting period
1 Cash	1	262,003.	-110,001.
2a Trade notes and accounts receivable	2a	2,891,089.	2,762,515.
b Less allowance for bad debts	2b	( -7,802. )	( 38,663. )
3 Inventories	3	1,156,882.	1,085,770.
4 Other current assets (attach schedule) SEE STATEMENT 3	4	20,098.	44,840.
5 Loans to stockholders and other related persons	5		
6 Investment in subsidiaries (attach schedule)	6		
7 Other investments (attach schedule) SEE STATEMENT 4	7	34,835.	45,816.
8a Buildings and other depreciable assets	8a	2,694,511.	2,577,818.
b Less accumulated depreciation	8b	(1,238,953. )	( 1,293,005. )
9a Depletable assets	9a		
b Less accumulated depletion	9b	( )	( )
10 Land (net of any amortization)	10	126,406.	111,512.
11 Intangible assets:			
a Goodwill	11a		
b Organization costs	11b		
c Patents, trademarks, and other intangible assets	11c		
d Less accumulated amortization for lines 11a, b, and c	11d	( )	( )
12 Other assets (attach schedule) SEE STATEMENT 5	12	129,361.	73,995.
13 Total assets	13	6,084,034.	5,260,597.
Liabilities and Stockholders' Equity			
14 Accounts payable	14	2,216,313.	2,161,921.
15 Other current liabilities (attach schedule) SEE STATEMENT 6	15	934,484.	1,284,073.
16 Loans from stockholders and other related persons	16	3,828,031.	3,385,887.
17 Other liabilities (attach schedule)	17	0.	0.
18 Capital stock:			
a Preferred stock	18a		
b Common stock	18b	40,538.	35,761.
19 Paid-in or capital surplus (attach reconciliation)	19	0.	0.
20 Retained earnings	20	-935,332.	-1,607,045.
21 Less cost of treasury stock	21	( )	( )
22 Total liabilities and stockholders' equity	22	6,084,034.	5,260,597.
Does the foreign corporation have an interest in a partnership or trust?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No

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W.R.GRACE THAILAND LTD.

65-0773649

Form 5471 (Rev. 1-99)

Page 4

**Schedule H Current Earnings and Profits** (See page 5 of the instructions. Enter the amounts on lines 1 through 5c in functional currency.)

<b>1</b>	Current year net income or (loss) per foreign books of account.	<b>1</b>	-33,343,902.
<b>2</b>	Net adjustments made to line 1 to determine current earnings and profits according to U.S. financial and tax accounting standards (see instructions):		
		<b>Net Additions</b>	<b>Net Subtractions</b>
<b>a</b>	Capital gains or losses		
<b>b</b>	Depreciation and amortization		
<b>c</b>	Depletion		
<b>d</b>	Investment or incentive allowance		
<b>e</b>	Charges to statutory reserves		
<b>f</b>	Inventory adjustments		
<b>g</b>	Taxes	418,936.	
<b>h</b>	Other (attach schedule)	3.	0.
<b>3</b>	Total net additions	418,939.	
<b>4</b>	Total net subtractions		0.
<b>5a</b>	Current earnings and profits (line 1 plus line 3 minus line 4)	<b>5a</b>	-32,924,963.
<b>b</b>	DASTM gain or (loss) for foreign corporations that use DASTM (see instructions)	<b>5b</b>	
<b>c</b>	Combine lines 5a and 5b	<b>5c</b>	-32,924,963.
<b>d</b>	Current earnings and profits in U.S. dollars (line 5c translated at the exchange rate as defined in section 989(b) and the related regulations)(see instructions)	<b>5d</b>	-817,527.
Enter exchange rate used for line 5d ▶		0.0248300	

**Schedule I Summary of Shareholder's Income From Foreign Corporation** (See page 5 of the instructions.)

<b>1</b>	Subpart F income (line 40b, Worksheet A in the instructions)	<b>1</b>	
<b>2</b>	Earnings invested in U.S. property (line 17, Worksheet B in the instructions)	<b>2</b>	
<b>3</b>	Previously excluded subpart F income withdrawn from qualified investments (line 6b, Worksheet C in the instructions)	<b>3</b>	
<b>4</b>	Previously excluded export trade income withdrawn from investment in export trade assets (line 7b, Worksheet D in the instructions)	<b>4</b>	
<b>5</b>	Factoring income	<b>5</b>	
<b>6</b>	Total of lines 1 through 5. Enter here and on your income tax return	<b>6</b>	0.
<b>7</b>	Dividends received (translated at spot rate on payment date under section 989(b)(1))	<b>7</b>	
<b>8</b>	Exchange gain or (loss) on a distribution of previously taxed income.	<b>8</b>	

• Was any income of the foreign corporation blocked? Yes ☐ No ☒  
 • Did any become unblocked during the tax year (see section 964(b))? Yes ☐ No ☒

If the answer to either question is "Yes," attach an explanation.

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**SCHEDULE J  
(Form 5471)**(Rev. January 1999)  
Department of the Treasury  
Internal Revenue Service**Accumulated Earnings and Profits (E&P)  
of Controlled Foreign Corporation**

OMB No. 1545-0704

▶ Attach to Form 5471.

Name of person filing Form 5471

W. R. GRACE &amp; CO. &amp; SUBSIDIARIES

Identifying number

65-0773649

Name of foreign corporation

W.R.GRACE THAILAND LTD.

Important. Enter amounts in functional currency.	(a) Post-1986 Undistributed Earnings (post-86 section 959(c)(3) balance)	(b) Pre-1987 E&P Not Previously Taxed (pre-87 section 959(c)(3) balance)	(c) Previously Taxed E&P (see instructions) (sections 959(c)(1) and (2) balances)			(d) Total Section 964(a) E&P (combine columns (a), (b), and (c))
			(i) Earnings Invested in U.S. Property	(ii) Earnings Invested in Excess Passive Assets	(iii) Subpart F Income	
<b>1</b> Balance at beginning of year	-56,016,583.	30,438,067.				-25,578,516.
<b>2a</b> Current year E&P						
<b>b</b> Current year deficit in E&P	32,924,963.					
<b>3</b> Total current and accumulated E&P not previously taxed (line 1 plus line 2a, minus line 2b)	-88,941,546.	30,438,067.				
<b>4</b> Amounts included under section 951(a) or reclassified under sec. 959(c) in current year						
<b>5a</b> Actual distributions or reclassifications of previously taxed E&P						
<b>b</b> Actual distributions of nonpreviously taxed E&P						
<b>6a</b> Balance of previously taxed E&P at end of year (line 1 plus line 4, minus line 5a)			0.	0.	0.	
<b>b</b> Balance of E&P not previously taxed at end of year (line 3 minus line 4, minus line 5b)	-88,941,546.	30,438,067.				
<b>7</b> Balance at end of year (Enter amount from line 6a or line 6b, whichever is applicable)	-88,941,546.	30,438,067.	0.	0.	0.	-58,503,479.

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Schedule J (Form 5471) (Rev. 1-99)

CAA 9 5471J1 NTF 20884

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**SCHEDULE M  
(Form 5471)**(Rev. January 1999)  
Department of the Treasury  
Internal Revenue Service**Transactions Between Controlled Foreign Corporation and  
Shareholders or Other Related Persons**

OMB No. 1545-0704

► Attach to Form 5471.

Name of person filing Form 5471

W. R. GRACE &amp; CO. &amp; SUBSIDIARIES

Identifying number

65-0773649

Name of foreign corporation

W.R.GRACE THAILAND LTD.

**Important:** Complete a separate Schedule M for each controlled foreign corporation. Enter the totals (in U.S. dollars) for each type of transaction that occurred during the annual accounting period between the foreign corporation and the persons listed in columns (b) through (f). Translate all amounts from functional currency to U.S. dollars using the appropriate exchange rate for the tax year of the foreign corporation. See page 9 of the instructions.

Enter the relevant functional currency and the exchange rate used throughout this schedule ► Thailand Baht 0.0248300

(a) Transactions of foreign corporation	(b) U.S. person filing this return	(c) Any domestic corporation or partnership controlled by U.S. person filing this return	(d) Any other foreign corporation or partnership controlled by U.S. person filing this return	(e) 10% or more U.S. shareholder of controlled foreign corporation (other than the U.S. person filing this return)	(f) 10% or more U.S. shareholder of any corporation controlling the foreign corporation
<b>1</b> Sales of stock in trade (inventory) . . . . .			935,375.		
<b>2</b> Sales of property rights (patents, trademarks, etc.) . . . . .					
<b>3</b> Compensation received for technical, managerial, engineering, construction, or like services . . . . .					
<b>4</b> Commissions received . . . . .					
<b>5</b> Rents, royalties, and license fees received . . . . .					
<b>6</b> Dividends received (exclude deemed distributions under subpart F and distributions of previously taxed income) . . . . .					
<b>7</b> Interest received . . . . .					
<b>8</b> Premiums received for insurance or reinsurance . . . . .					
<b>9</b> Add lines 1 through 8 . . . . .	0.	0.	935,375.	0.	0.
<b>10</b> Purchases of stock in trade (inventory) . . . . .	304,498.		3,240,229.		
<b>11</b> Purchases of tangible property other than stock in trade . . . . .					
<b>12</b> Purchases of property rights (patents, trademarks, etc.) . . . . .					
<b>13</b> Compensation paid for technical, managerial, engineering, construction, or like services . . . . .			525,882.		
<b>14</b> Commissions paid . . . . .					
<b>15</b> Rents, royalties, and license fees paid . . . . .	182,819.		117,962.		
<b>16</b> Dividends paid . . . . .					
<b>17</b> Interest paid . . . . .			122,798.		
<b>18</b> Add lines 10 through 17 . . . . .	487,317.	0.	4,006,871.	0.	0.
<b>19</b> Amounts borrowed (enter the maximum loan balance during the year) -- see instructions . . . . .			4,858,027.		
<b>20</b> Amounts loaned (enter the maximum loan balance during the year) -- see instructions . . . . .					

For Paperwork Reduction Act Notice, see page 1 of the Instructions for Form 5471.

Schedule M (Form 5471) (Rev. 1-99)



000763 08/29/2001  
W. R. GRACE & CO. & SUBSIDIARIES  
W.R.GRACE THAILAND LTD.

Statement 1  
65-0773649

Tax Year Ended 12/31/2000

Form 5471 Page 2 Schedules

Other Income

Description	Functional Currency	U.S. Dollars
-----	-----	-----
OTHER INCOME	-9,881,629	-245,361
	-----	-----
Total	-9,881,629	-245,361
	=====	=====

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W. R. GRACE & CO. & SUBSIDIARIES  
W.R.GRACE THAILAND LTD.

Statement 2  
65-0773649

Tax Year Ended 12/31/2000

Form 5471 Page 2 Schedules

Other Deductions

Description	Functional Currency	U.S. Dollars
PROFESSIONAL, CORPORATION	2,717,962	67,487
CHARITABLE DEDUCTIONS	27,000	670
ADVERTISING	1,430,272	35,514
GENERAL STATIONARY AND SU	1,900,970	47,201
TELEPHONE COMMUNICATIONS	20,815,660	516,853
OPERATING COSTS	9,563,712	237,467
UTILITIES	986,808	24,502
REPAIRS AND MAINTENANCE	2,818,091	69,973
INSURANCE	997,099	24,758
SERVICE CHARGES	4,147,641	102,986
OTHER DEDUCTIONS	406,638	10,097
Total	45,811,853	1,137,508

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W. R. GRACE & CO. & SUBSIDIARIES  
W.R.GRACE THAILAND LTD.

Statement 3  
65-0773649

Tax Year Ended 12/31/2000

Form 5471 Page 3 Schedules

Schedule F, line 4 -- Other Current Assets

Detail Description	Beginning	Ending
-----	-----	-----
OTHER PREPAYMENTS AND OTH	20,098	44,840
	-----	-----
Total	20,098	44,840
	=====	=====

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W. R. GRACE & CO. & SUBSIDIARIES  
W.R.GRACE THAILAND LTD.

Statement 4  
65-0773649

Tax Year Ended 12/31/2000

Form 5471 Page 3 Schedules

Schedule F, line 7 -- Other Investments

Detail Description	Beginning	Ending
MISCELLANEOUS INVESTMENTS	34,835	45,816
Total	34,835	45,816

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W.R.GRACE THAILAND LTD.

Statement 5  
65-0773649

Tax Year Ended 12/31/2000

Form 5471 Page 3 Schedules

Schedule F, line 12 -- Other Assets

Detail Description	Beginning	Ending
-----	-----	-----
DEFERRED CHARGES	129,361	73,995
	-----	-----
Total	129,361	73,995
	=====	=====

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W. R. GRACE & CO. & SUBSIDIARIES  
W.R.GRACE THAILAND LTD.

Statement 6  
65-0773649

Tax Year Ended 12/31/2000

Form 5471 Page 3 Schedules

Schedule F, line 15 -- Other Current Liabilities

Detail Description	Beginning	Ending
-----	-----	-----
ACCEPTANCE PAYABLE	149,909	126,769
INCOME TAXES PAYABLE	-36,564	
ACCRUED CURRENT LIABILITI	289,704	191,290
INTER CORPORATE BAL. WITH	531,435	966,014
	-----	-----
Total	934,484	1,284,073
	=====	=====

000304 08/29/2001

Form **5471**

(Rev. January 1999)

Department of the Treasury  
Internal Revenue Service**Information Return of U.S. Persons With  
Respect To Certain Foreign Corporations**

► See separate instructions.

Information furnished for the foreign corporation's annual accounting period (tax year required by  
section 898) (see instructions) beginning 01/01, 2000, and ending 12/31, 2000

OMB No. 1545-0704

**File In Duplicate**(see **When and  
Where To File** in the  
instructions)

Name of person filing this return W. R. GRACE & CO. & SUBSIDIARIES		<b>A</b> Identifying number 65-0773649
Number, street, & room or suite no. (or P.O. box no. if mail is not delivered to street address) 5400 BROKEN SOUND BLVD. - SUITE 300		<b>B</b> Category of filer (See page 2 of the instructions. Check applicable box(es): (1) <input type="checkbox"/> (2) <input type="checkbox"/> (3) <input type="checkbox"/> (4) <input checked="" type="checkbox"/> (5) <input checked="" type="checkbox"/>
City or town, state, and ZIP code BOCA RATON, FL 33487		<b>C</b> Enter the total percentage of voting stock of the foreign corporation you owned at the end of its annual accounting period 100 %
Filer's tax year beginning 01/01, 2000, and ending 12/31, 2000		

**D** Person(s) on whose behalf this information return is filed:

(1) Name	(2) Address	(3) Identifying number	(4) Check applicable box(es)		
			Shareholder	Officer	Director

**Important:** Fill in all applicable lines and schedules. All information **MUST** be in the English language. All amounts **MUST** be stated in U.S. dollars unless otherwise indicated.

Enter the foreign corporation's functional currency ► Venezuelan Bolivar

<b>1a</b> Name and address of foreign corporation GRACE VENEZUELA, S.A. PROLONGACION AV MICHELENA C/C NORTE SUR 3 ZONA INDUSTRIAL MUNICIPAL, VALENCIA, VENEZUELA		<b>b</b> Employer identification number, if any
<b>d</b> Date of incorporation 03/16/60		<b>c</b> Country under whose laws incorp. VENEZUELA
<b>e</b> Principal place of business VENEZUELA	<b>f</b> Principal business activity code number (NEW) 325900	<b>g</b> Principal business activity OTHER CHEMICAL PRODUCT MFG

**2** Provide the following information for the foreign corporation's accounting period stated above.

<b>a</b> Name, address, and identifying number of branch office or agent (if any) in the United States NONE		<b>b</b> If a U.S. income tax return was filed, please show:	
		(i) Taxable income or (loss)	(ii) U.S. income tax paid (after all credits)
<b>c</b> Name and address of foreign corporation's statutory or resident agent in country of incorporation		<b>d</b> Name and address (including corporate department, if applicable) of person (or persons) with custody of books & records of the foreign corporation, and the location of such books and records, if different Fatima De Gois	

**Schedule A Stock of the Foreign Corporation****Part I -- ALL Classes of Stock**

(a) Description of each class of stock	(b) Number of shares issued and outstanding	
	(i) Beginning of annual accounting period	(ii) End of annual accounting period
COMMON	11,298,740	11,298,740

**Part II -- Additional Information for PREFERRED Stock**(To be completed **only** by Category (1) filers for foreign personal holding companies.)

(a) Description of each class of PREFERRED stock (Note: This description should match the corresponding description entered in Part I, column (a).)	(b) Par value in functional currency	(c) Rate of dividend	(d) Indicate whether stock is cumulative or noncumulative

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Form **5471** (Rev. 1-99)

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GRACE VENEZUELA, S.A.

65-0773649

Form 5471 (Rev. 1-99)

Page 3

**Schedule E** Income, War Profits, and Excess Profits Taxes Paid or Accrued (See page 4 of instructions.)

	(a) Name of country or U.S. possession	Amount of tax		
		(b) In foreign currency	(c) Conversion rate	(d) In U.S. dollars
1	U.S.			
2	VENEZUELA	109,542,099.	0014700	161,027.
3				
4				
5				
6				
7				
8	Total			161,027.

**Schedule F** Balance Sheet

**Important:** Report all amounts in U.S. dollars prepared and translated in accordance with U.S. GAAP. See instructions for an exception for DASTM corporations.

Assets		(a) Beginning of annual accounting period	(b) End of annual accounting period
1	Cash	1,548,434.	1,305,998.
2a	Trade notes and accounts receivable	1,209,520.	1,695,360.
b	Less allowance for bad debts	(-491,687.)	(-644,917.)
3	Inventories	1,360,513.	1,315,893.
4	Other current assets (attach schedule) SEE STATEMENT 3	98,089.	23,800.
5	Loans to stockholders and other related persons		
6	Investment in subsidiaries (attach schedule)		
7	Other investments (attach schedule) SEE STATEMENT 4	2,556.	0.
8a	Buildings and other depreciable assets	1,775,241.	1,722,785.
b	Less accumulated depreciation	(638,422.)	(781,936.)
9a	Depletable assets		
b	Less accumulated depletion	( )	( )
10	Land (net of any amortization)	37,583.	34,696.
11	Intangible assets:		
a	Goodwill		
b	Organization costs		
c	Patents, trademarks, and other intangible assets		
d	Less accumulated amortization for lines 11a, b, and c	( )	( )
12	Other assets (attach schedule) SEE STATEMENT 5	41,699.	184,548.
13	Total assets	5,926,900.	6,146,061.
Liabilities and Stockholders' Equity			
14	Accounts payable	163,031.	392,921.
15	Other current liabilities (attach schedule) SEE STATEMENT 6	1,028,356.	1,079,047.
16	Loans from stockholders and other related persons	-3,600,616.	-3,569,708.
17	Other liabilities (attach schedule)	0.	0.
18	Capital stock:		
a	Preferred stock		
b	Common stock	1,447,153.	1,335,978.
19	Paid-in or capital surplus (attach reconciliation)	303,022.	279,742.
20	Retained earnings	6,585,954.	6,628,081.
21	Less cost of treasury stock	( )	( )
22	Total liabilities and stockholders' equity	5,926,900.	6,146,061.
Does the foreign corporation have an interest in a partnership or trust?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No

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GRACE VENEZUELA, S.A.

65-0773649

Form 5471 (Rev. 1-99)

Page 4

**Schedule H** **Current Earnings and Profits** (See page 5 of the instructions. Enter the amounts on lines 1 through 5c in functional currency.)

<b>1</b>	Current year net income or (loss) per foreign books of account. . . . .	<b>1</b>	383,276,739.
<b>2</b>	Net adjustments made to line 1 to determine current earnings and profits according to U.S. financial and tax accounting standards (see instructions):		
		<b>Net Additions</b>	<b>Net Subtractions</b>
<b>a</b>	Capital gains or losses . . . . .		
<b>b</b>	Depreciation and amortization . . . . .		
<b>c</b>	Depletion . . . . .		
<b>d</b>	Investment or incentive allowance . . . . .		
<b>e</b>	Charges to statutory reserves . . . . .		
<b>f</b>	Inventory adjustments . . . . .		
<b>g</b>	Taxes . . . . .		20,328,096.
<b>h</b>	Other (attach schedule) . . . . .	2.	0.
<b>3</b>	Total net additions . . . . .	2.	
<b>4</b>	Total net subtractions . . . . .		20,328,096.
<b>5a</b>	Current earnings and profits (line 1 plus line 3 minus line 4) . . . . .	<b>5a</b>	362,948,645.
<b>b</b>	DASTM gain or (loss) for foreign corporations that use DASTM (see instructions) . . . . .	<b>5b</b>	
<b>c</b>	Combine lines 5a and 5b . . . . .	<b>5c</b>	362,948,645.
<b>d</b>	Current earnings and profits in U.S. dollars (line 5c translated at the exchange rate as defined in section 989(b) and the related regulations)(see instructions) . . . . .	<b>5d</b>	533,535.
	Enter exchange rate used for line 5d ►		0.0014700

**Schedule** **Summary of Shareholder's Income From Foreign Corporation** (See page 5 of the instructions.)

<b>1</b>	Subpart F income (line 40b, Worksheet A in the instructions) . . . . .	<b>1</b>	
<b>2</b>	Earnings invested in U.S. property (line 17, Worksheet B in the instructions) . . . . .	<b>2</b>	
<b>3</b>	Previously excluded subpart F income withdrawn from qualified investments (line 6b, Worksheet C in the instructions) . . . . .	<b>3</b>	
<b>4</b>	Previously excluded export trade income withdrawn from investment in export trade assets (line 7b, Worksheet D in the instructions) . . . . .	<b>4</b>	
<b>5</b>	Factoring income . . . . .	<b>5</b>	
<b>6</b>	Total of lines 1 through 5. Enter here and on your income tax return . . . . .	<b>6</b>	0.
<b>7</b>	Dividends received (translated at spot rate on payment date under section 989(b)(1)) . . . . .	<b>7</b>	
<b>8</b>	Exchange gain or (loss) on a distribution of previously taxed income . . . . .	<b>8</b>	

- ☐ Yes ☒ No  
 • Was any income of the foreign corporation blocked? . . . . .  
☐ Yes ☒ No  
 • Did any become unblocked during the tax year (see section 964(b))? . . . . .

If the answer to either question is "Yes," attach an explanation.

CAA 9 54714 NTF 20513

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000304 08/29/2001

**SCHEDULE J  
(Form 5471)**(Rev. January 1999)  
Department of the Treasury  
Internal Revenue Service**Accumulated Earnings and Profits (E&P)  
of Controlled Foreign Corporation**

OMB No. 1545-0704

► Attach to Form 5471.

Name of person filing Form 5471

W. R. GRACE &amp; CO. &amp; SUBSIDIARIES

Identifying number

65-0773649

Name of foreign corporation

GRACE VENEZUELA, S. A.

Important. Enter amounts in functional currency.	(a) Post-1986 Undistributed Earnings (post-86 section 959(c)(3) balance)	(b) Pre-1987 E&P Not Previously Taxed (pre-87 section 959(c)(3) balance)	(c) Previously Taxed E&P (see instructions) (sections 959(c)(1) and (2) balances)			(d) Total Section 964(a) E&P (combine columns (a), (b), and (c))
			(i) Earnings Invested in U.S. Property	(ii) Earnings Invested in Excess Passive Assets	(iii) Subpart F Income	
<b>1</b> Balance at beginning of year	3,048,484,798.	11,457,892.				3,059,942,690.
<b>2a</b> Current year E&P	362,948,645.					
<b>b</b> Current year deficit in E&P						
<b>3</b> Total current and accumulated E&P not previously taxed (line 1 plus line 2a, minus line 2b)	3,411,433,443.	11,457,892.				
<b>4</b> Amounts included under section 951(a) or reclassified under sec. 959(c) in current year						
<b>5a</b> Actual distributions or reclassifications of previously taxed E&P						
<b>b</b> Actual distributions of nonpreviously taxed E&P						
<b>6a</b> Balance of previously taxed E&P at end of year (line 1 plus line 4, minus line 5a)			0.	0.	0.	
<b>b</b> Balance of E&P not previously taxed at end of year (line 3 minus line 4, minus line 5b)	3,411,433,443.	11,457,892.				
<b>7</b> Balance at end of year (Enter amount from line 6a or line 6b, whichever is applicable)	3,411,433,443.	11,457,892.	0.	0.	0.	3,422,891,335.

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Schedule J (Form 5471) (Rev. 1-99)

CAA 9 5471J1 NTF 20884

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**SCHEDULE M  
(Form 5471)**(Rev. January 1999)  
Department of the Treasury  
Internal Revenue Service**Transactions Between Controlled Foreign Corporation and  
Shareholders or Other Related Persons**

OMB No. 1545-0704

► Attach to Form 5471.

Name of person filing Form 5471

W. R. GRACE &amp; CO. &amp; SUBSIDIARIES

Identifying number

65-0773649

Name of foreign corporation

GRACE VENEZUELA, S.A.

**Important:** Complete a separate Schedule M for each controlled foreign corporation. Enter the totals (in U.S. dollars) for each type of transaction that occurred during the annual accounting period between the foreign corporation and the persons listed in columns (b) through (f). Translate all amounts from functional currency to U.S. dollars using the appropriate exchange rate for the tax year of the foreign corporation. See page 9 of the instructions.

Enter the relevant functional currency and the exchange rate used throughout this schedule ► Venezuelan Bolivar 0.0014700

(a) Transactions of foreign corporation	(b) U.S. person filing this return	(c) Any domestic corporation or partnership controlled by U.S. person filing this return	(d) Any other foreign corporation or partnership controlled by U.S. person filing this return	(e) 10% or more U.S. shareholder of controlled foreign corporation (other than the U.S. person filing this return)	(f) 10% or more U.S. shareholder of any corporation controlling the foreign corporation
<b>1</b> Sales of stock in trade (inventory) . . . . .			172,617.		
<b>2</b> Sales of property rights (patents, trademarks, etc.) . . . .					
<b>3</b> Compensation received for technical, managerial, engineering, construction, or like services. . . . .					
<b>4</b> Commissions received . . . . .					
<b>5</b> Rents, royalties, and license fees received. . . . .					
<b>6</b> Dividends received (exclude deemed distributions under subpart F and distributions of previously taxed income). . . . .					
<b>7</b> Interest received . . . . .			224,321.		
<b>8</b> Premiums received for insurance or reinsurance. . . . .					
<b>9</b> Add lines 1 through 8 . . . . .	0.	0.	396,938.	0.	0.
<b>10</b> Purchases of stock in trade (inventory) . . . . .					
<b>11</b> Purchases of tangible property other than stock in trade . . . . .	122,012.	75,409.	-47,508.		
<b>12</b> Purchases of property rights (patents, trademarks, etc.) . . . .					
<b>13</b> Compensation paid for technical, managerial, engineering, construction, or like services. . . . .					
<b>14</b> Commissions paid. . . . .					
<b>15</b> Rents, royalties, and license fees paid . . . . .					
<b>16</b> Dividends paid . . . . .					
<b>17</b> Interest paid . . . . .					
<b>18</b> Add lines 10 through 17 . . . . .	122,012.	75,409.	-47,508.	0.	0.
<b>19</b> Amounts borrowed (enter the maximum loan balance during the year) -- see instructions . .					
<b>20</b> Amounts loaned (enter the maximum loan balance during the year) -- see instructions . .			3,715,518.		

For Paperwork Reduction Act Notice, see page 1 of the Instructions for Form 5471.

Schedule M (Form 5471) (Rev. 1-99)

CAA 9 5471M1 NTF 20515A

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000304 08/29/2001  
W. R. GRACE & CO. & SUBSIDIARIES  
GRACE VENEZUELA, S.A.

Statement 1  
65-0773649

Tax Year Ended 12/31/2000

Form 5471 Page 2 Schedules

Other Income

Description	Functional Currency	U.S. Dollars
-----	-----	-----
OTHER INCOME	342,985,809	504,189
	-----	-----
Total	342,985,809	504,189
	=====	=====

000304 08/29/2001  
W. R. GRACE & CO. & SUBSIDIARIES  
GRACE VENEZUELA, S.A.

Statement 2  
65-0773649

Tax Year Ended 12/31/2000

Form 5471 Page 2 Schedules

Other Deductions

Description	Functional Currency	U.S. Dollars
PROFESSIONAL, CORPORATION	62,628,745	92,064
CHARITABLE DEDUCTIONS	1,912,912	2,812
ADVERTISING	29,116,180	42,801
GENERAL STATIONARY AND SU	46,005,714	67,628
TELEPHONE COMMUNICATIONS	180,617,392	265,508
OPERATING COSTS	30,626,079	45,020
UTILITIES	5,423,404	7,972
REPAIRS AND MAINTENANCE	1,905,783	2,802
INSURANCE	23,711,982	34,857
SERVICE CHARGES	145,479,544	213,855
OTHER DEDUCTIONS	96,359,510	141,648
Total	623,787,245	916,967

000304 08/29/2001  
W. R. GRACE & CO. & SUBSIDIARIES  
GRACE VENEZUELA, S.A.

Statement 3  
65-0773649

Tax Year Ended 12/31/2000

Form 5471 Page 3 Schedules

Schedule F, line 4 -- Other Current Assets

Detail Description	Beginning	Ending
-----	-----	-----
OTHER PREPAYMENTS AND OTH	32,433	23,800
CURRENT DEFERRED TAXES	65,656	
	-----	-----
Total	98,089	23,800
	=====	=====

000304 08/29/2001  
W. R. GRACE & CO. & SUBSIDIARIES  
GRACE VENEZUELA, S.A.

Statement 4  
65-0773649

Tax Year Ended 12/31/2000

Form 5471 Page 3 Schedules

Schedule F, line 7 -- Other Investments

Detail Description	Beginning	Ending
MISCELLANEOUS INVESTMENTS	2,556	
Total	2,556	0



000304 08/29/2001  
W. R. GRACE & CO. & SUBSIDIARIES  
GRACE VENEZUELA, S.A.

Statement 5  
65-0773649

Tax Year Ended 12/31/2000

Form 5471 Page 3 Schedules

Schedule F, line 12 -- Other Assets

Detail Description	Beginning	Ending
-----	-----	-----
DEFERRED CHARGES	41,699	184,548
	-----	-----
Total	41,699	184,548
	=====	=====

000304 08/29/2001  
W. R. GRACE & CO. & SUBSIDIARIES  
GRACE VENEZUELA, S.A.

Statement 6  
65-0773649

Tax Year Ended 12/31/2000

Form 5471 Page 3 Schedules

Schedule F, line 15 -- Other Current Liabilities

Detail Description	Beginning	Ending
-----	-----	-----
ACCEPTANCE PAYABLE	66,284	9,364
INCOME TAXES PAYABLE	234,479	45,165
ACCRUED CURRENT LIABILITI	423,799	522,352
INDEMNITIES, PENSIONS AND	390,740	421,360
INTER CORPORATE BAL. WITH	-86,946	152,678
DEFERRED INCOME		-71,872
	-----	-----
Total	1,028,356	1,079,047
	=====	=====

000D31 08/29/2001

FILED PURSUANT TO REV. PROC. 92-70 FOR DORMANT FOREIGN CORPORATIONS

Form **5471**

(Rev. January 1999)

Department of the Treasury  
Internal Revenue Service**Information Return of U.S. Persons With  
Respect To Certain Foreign Corporations**

▶ See separate instructions.

Information furnished for the foreign corporation's annual accounting period (tax year required by  
section 898) (see instructions) beginning 01/01, 2000, and ending 12/31, 2000

OMB No. 1545-0704

**File In Duplicate**(see **When and  
Where To File** in the  
instructions)

Name of person filing this return

W. F. GRACE &amp; CO. &amp; SUBSIDIARIES

Number, street, &amp; room or suite no. (or P.O. box no. if mail is not delivered to street address)

5400 BROKEN SOUND BLVD. - SUITE 300

City or town, state, and ZIP code

BOCA RATON, FL 33487

**A Identifying number**

65-0773649

**B Category of filer** (See page 2 of the instructions. Check applicable  
box(es)). (1) ☐ (2) ☐ (3) ☐ (4) ☒ (5) ☒**C** Enter the total percentage of voting stock of the foreign corporation  
you owned at the end of its annual accounting period 100.000000 %

Filer's tax year beginning 01/01, 2000, and ending 12/31, 2000

**D** Person(s) on whose behalf this information return is filed:

(1) Name	(2) Address	(3) Identifying number	(4) Check applicable box(es)		
			Shareholder	Officer	Director

**Important:** Fill in all applicable lines and schedules. All information **MUST** be in the English language. All amounts **MUST** be stated in U.S. dollars unless otherwise indicated.

Enter the foreign corporation's functional currency ▶

**1a** Name and address of foreign corporation

INVERSIONES GSC, S.A.

PROLONGACION AV. MICHELENA CRUCE CON CALLE

NORTE-SUR-3, ZONA IND. MUNICIPAL, VALENCIA, VZA 2003

**b** Employer identification number, if any**c** Country under whose laws incorp.

VENEZUELA

**d** Date of incorporation

12/26/91

**e** Principal place of business**f** Principal business activity  
code number (NEW)**g** Principal business activity**2** Provide the following information for the foreign corporation's accounting period stated above.**a** Name, address, and identifying number of branch office or agent  
(if any) in the United States**b** If a U.S. income tax return was filed, please show:

(i) Taxable income or (loss)

(ii) U.S. income tax paid  
(after all credits)**c** Name and address of foreign corporation's statutory or resident  
agent in country of incorporation**d** Name and address (including corporate department, if applicable) of  
person (or persons) with custody of books & records of the foreign  
corporation, and the location of such books and records, if different**Schedule A Stock of the Foreign Corporation****Part I -- ALL Classes of Stock**

(a) Description of each class of stock	(b) Number of shares issued and outstanding	
	(i) Beginning of annual accounting period	(ii) End of annual accounting period

**Part II -- Additional Information for PREFERRED Stock**(To be completed **only** by Category (1) filers for foreign personal holding companies.)

(a) Description of each class of PREFERRED stock (Note: This description should match the corresponding description entered in Part I, column (a).)	(b) Par value in functional currency	(c) Rate of dividend	(d) Indicate whether stock is cumulative or noncumulative

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CAA 9 54711 NTF 20510

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